SEAL

STATE OF NUEVO LEON

ROBERTO S. CASTILLO GAMBO
NOTARY PUBLIC No. 76

EXPEDITED FOR THE USE OF:

NORTH AMERICAN INTERNATIONAL TRADE CORRIDOR PA

SAN NICOLAS DE LOS GARZA, N.L., MEXICO 2ND OF DECEMBER OF

JORGE TREVIÑO No. 413
COL. JULIO A. TREVIÑO SWITCH/FAX
SAN NICOLAS DE LOS GARZA, N.L. WIT

Note: The translation of the original document was done on March
David Spielman.

SERIES III:----------VOLUME VIII:----------

NUMBER: 2,803 (TWO THOUSAND EIGHT HUNDRED AND THRE
NICOLAS DE LOS GARZA, NUEVO LEON, on the 27th day of the
performed at 6:00 p.m., I constituted on the premises located at
Anáhuac in said municipality, before me, ROBERTO SERGIO CAS
the Title of Notary Public Number 76 – seventy-six, practicing in t
of the Municipality of San Nicolás de los Garza, JORGE LUIS HI
DUEÑAS DE ARNAIZ representing FRANCISCO GARRINDO PATRON
of Querétaaro, Querétaro; ROBERTO ARIZPE GARZA represe
VILLARREAL, Mayor of Saltillo, Coahuila; ULISES A. DE LA GA
MARTHA PATRICIA RIVERA PEREZ, Mayor of Chalco, State of Mexic
VALDES, representing JORGE ARANA ARANA, Mayor of Tonalá
TOBIAS representing ALEJANDRO ZAPATA PEROGORDO, Mayor
MARTHA LETICIA SOSA GOBEA, Mayor of Manzanillo, Co
representing JOSE LUIS DURAN REVELES, Mayor of Naulcalpan d
FEDERICO ALANIS PEÑA representing HUMBERTO VALDEZ RICH
Tamaulipas; CARLOS VAZQUEZ OLDENBOURG, Mayor of Colima,
GAYTAN, representing JESUS MARIA ELIZONDO GONZALEZ, Ma
León; BOSSUET ESQUINCA GARCIA, representing DR. FRANCISCO
of Tuxtla Gutiérrez, Chiapas; LORENA DORANTE LEMUS, repre
AVILA CAMBEROS, Mayor of Veracriz. Veracriz; ERICK ROMO A

ENRIQUE CARDENAS DEL AVELLANO, Mayor of Ciudad Victoria, T
GARZA. Mayor of Escobedo, Nuevo León; DR. REYES BETANC
Chilpancingo, Guerrero; MARCOS EFREN PARRA GOMEZ, Mayor o
FAJARDO FRIAS, representing MAGDALENA NUÑEZ MONRREA
Zacatecas; ALFREDO ESCOBEDO ROMO, representing JORGE CA
Mayor of León, Guanajuato; FERNANDO ADAME DORIA, Mayor
SANDOVAL ADAME, representing ALEJANDRO PAEZ ARAGON, May
ROBERTO DELGADO OLMEDA, representing ROBERTO DE JESUS M
Tehuacán, Puebla; BONNIE SUE COOPER, representing KAY W
Kansas City, Missouri; JOHN “TINY” McTAGGART, representing C
of Kansas City, Kansas; KENNETH BARR, Mayor of Fort Worth,
DUNCAN, Mayor of Belton, Missouri and LARRY ROSS STOBBS,
Joseph, Missouri--------whose respective juridical naming an
incorporated in the appendix of this writing, and left before m
manifested to provide confirmation for the Probate for the Assem
named NORTH AMERICAN INTERNAATIONAL
PARTNERSHIP----------

In accordance with the Constitutive Statutes of the Association,
position as President/CEO, convenes the Assembly, declaing if
holding an Extraordinary Assembly of the Associates, for which th
and for which all agreements adopted in it have legal vali
President/CEO shall proceed to announce the Order of the Day:-

----------ORDER OF THE DAY----------

THE MODIFICATIONS OF THE STATUTES OF THE ASSOCIATION,
THIRTY-NINE----------II.- ACCEPTANCE OF NEW ME
THE NON-PROFIT ASSOCIATION----------

The President proposes to the Assembly the substitution of ce
those transcribed below: ----------

----------ARTICLE SIX----------

The Association constituted in these Articles shall not exist for
ends, nor for commercial speculation, its objectives being:-------
alliance of North American communities united by an Internatio

the assignment of resources and the establishment of com
sustainable economic and social development.- c) To stimulate i
expand trade, as well as economic and social development in th
involved.- i) To encourage the development of strategic alliance
represented with the goal of encouraging regional cooperation, t
of the corridor which this association represents, industrial divers
channels of distribution, and increasing competitiveness in pub
member cities, both in the economic and social aspects.- q) To
activities of the member municipalities, oriented toward pro
initiatives and programs to stimulate economic and social deve
and private investment in technology, infrastructure and human r
trade and tourism in the municipalities involved, as well as the at
of the Association´s objectives. The above is in conformity with t
A of the Federal Income Tax Law in force, and its quality a
supporting its member municipalities as corporate persons autho
deductible in the terms of the law cited above.- r) To
donors deductible in terms of the Federal Income Tax Law accor
same, for which this Association shall comply with the following
devote the totality of its income to the ends for which it was crea
its liquidation, it shall designate all of its assets to the mem
Association, this remainder in its quality as an entity authorized
its donors, deductible in accordance with the provision of Article
Federal Income Tax Law in force----------

----------ARTICLE SEVEN----------

The Association is a non-profit organization which does not
specifically for itself; nor does it exist for the purpose of com
comprised of municipalities and entities organized as cities, loc
abroad, identified by and committed to the mission, objectiv
Association. Its membership includes municipalities and cities in

of América and the United Mexico.----------

----------ARTICLE NINE----------

There will be three types of associates: Sponsor Associate Participating Associates. The associates will have the rights to: Board of Directors; b) participate in interactive telephone calls r association if their officials or representatives have been elected c) receive discounts in conjunction with the Summits of Mayor association; d) receive discounts in the installation of modules Association events; e) receive discounts in promotion booths at t other events of the association; f) receive discounts for booth material; g) be included in the association's directory and rece studies, analyses and their results, memoirs and reports gen through electronic means; i) utilize the services offered by operations center; and j) receive support and counselling from t

The Sponsor Associates, as well as the Partner Associates and have a voice and vote in the Assembly of Mayors, as well as h rights laid out above, except those referred to at the beginning o according to the type of association to which they pertain.

When these statutes make reference to associates without qualifi understood that all types of associates are refered to.----------

----------ARTICLE FOURTEEN----------

The Assemblies of the Council of Mayors will have the attribute statutes and shall be held at least once per year to discuss, appro the Board of Directors, or to deal with: I.- naming to or removal fr II.- decisions regarding the admission or expulsion of associates Board of Directors; III.- decisions regarding the anticipated disso with regard to its extension for a longer period as provided in the regarding the liquidation of all the assets and property of the

related to any other matters mentioned in these statutes or c
operations of the Association. The Assemblies of Mayors will c
matters appearing in the respective Order of the Day.----------

----------ARTICLE FIFTEEN----------

The Assembly of the Council of Mayors will be held when convoke
Board of Directors, or when requested upon vote of approval by at
members of the Council of Mayors.

The Letter of Convocation shall be signed by the person composi
place, day and hour of the Assembly; moreover, it shall conta
clarification as to which letter of convocation is dealt with. Whe
list is sent, the Board of Directors is always required to notify th
mail, express parcel service, fax or electronic communication
before the Assemby is held.

Assemblies can always be validly carried out without necessity
advance after everyone pertaining to the Council of Mayors or
been present.

In order for an Assembly to be considered legally convened in
convocation, at least fifty-one (51) per cent of the members of the
legally authorized representatives must be present, and resoluti
approved by the vote of at least two thirds of those present. Wh
posterior letters of convocation, the Assembly shall validly be ins
members or representatives, and the resolutions will be valid whe
at least two thirds of those present. There should be at least
mediation between the dates of the Assemblies indicated in every

If it is not possible to cover the matters in the Order of the Day,
agenda at a later date without need of a new letter of convocation
legally installed.----------

----------ARTICLE EIGHTEEN----------

The Assemblies of the Council of Mayors will be presided over by
Directors. In addition, the Secretary of the Board of Directors will
the Council of Mayors. In case of the absence of the function
attendance can designate the persons who shall act as Chair and
by resolution.

The Association will maintain a book of the Minutes of the Coun
letters of convocation and the Orders of the Day of the Assemblie
quorum will be annotated. The Minutes must be signed by the
the Board of Directors.

It shall be mandatory for the members of the Council of Mayors
those absent or in opposition during the vote on resolutions to o
resolutions if they are validly adopted.----------

----------ARTICLE TWENTY-ONE----------

The Administration of the Association shall be in charge of a Boar
during the Assemblies of the Council of Mayors and will be compr
officials and their respective substitutes, among whom the elec
Chair, two Vice-chairs, a Treasurer, and a Secretary; these officia
and attributes conferred in these statutes and by the Board of Dir
the Board of Directors shall have the deciding vote in the ca
Executive President shall be appointed by the Board of Directors
member of the Board of Directors with a voice, but no vote. The
Mayors will elect the members of the Board of Directors fro
selected and proposed by the Electoral Committe of the Asso
principles of regionality and representation established in this Art
observed by the Committee.

Having integrated into the Board of Directors, the Electoral Co
shall, upon the approval of the Board of Directors, geograph

mentioned in Article Seven of these statutes into four (4) regi
integrated by at least one (1) city or municipality which shal
associate and must be located in that region.

Likewise, persons elected as members of the Board of Directors sh
in representation of the associate with which they are affiliated a
or representatives, in no case representing themselves as individu

Every region will always have the right to have one (1) elec
respective alternate named from among the candidates which ev
Electoral Committee of the Association, independent of the nu
region, with the understanding that if the region in question
associate, the council member and his/her respective alternate (
same city as the corresponding elected official) is required to be
in the region as though they were employees, functionaries or rep

In the case that there is not at least one (1) associate in a speci
that region or those regions shall be considered vacant and the
filled by persons designated by the Board of Directors by a ma
persons have not been candidates selected by the Association
occupy a position on any council.

Regardless of the provisions discussed in the previous paragrap
the election of the Board of Directors, any region(s) without any a
least one (1) associate per region, such region(s) can then p
Electoral Committee to occupy the corresponding Board of Direc
the persons chosen by the Electoral Committee from among the c
be proposed for election by the Council of Mayors in Assemblie
promptly as possible, and once elected, they will replace the p
vacancy or vacancies in question. If they have filled more tha
associates are incorporated than the number necessary to fill th
positions to be filled by new associates will be determined by draw

The Association’s Electoral Committee shall establish the pro

regional divisions, regulations for selection, and all other requisite
candidate lists presented on the part of the Council of Mayors f
shall resolve any question, problem for consultation or situatio
make the decision definative and not subject to appeal, with the
extent it relates to geographical and regional divisions, its in
modification shall always require approval by the Board of Directo

The Board of Directors, in addition to the attributes and responsib
statutes, shall be responsible for formulating the policies to guide
the financial and strategic planning. The Board of Directors
supporting committees, if such action is deemed necessary, in
appropriate; however, they shall invariably name such committe
before the date of the Council of Mayors Assembly to be con
electing the Board of Directors, an Electoral Committee comprise
must also be members of the Board of Directors, at least one (1
each country specified in Article Seven of these statutes; the com
responsible for the selection of the candidates or lists of cand
Assembly of the Council of Mayors to constitute the Board of
principles of regionality and representation established in th
Committee shall meet as often as necessary, and must always re
from the Board of Directors, the Assembly of the Council of May
members of the latter. The Electoral Committee shall exist from
the date when the elected Board of Directors commences its
President/CEO of the Association will be an “ex-oficio” member of
with voice, but without vote, and who must attend all sessions of t

Once the members of the Board of Directors have been elected
their responsibilities, the associate with whom each of them w
public post, selection or representation, shall possess the right
written communication directed to the Chair of the Board of Dir
substitute a Council position in virtue of having suspended or te
previously mentioned, in which case this person shall cease his/
his/her substitute immediately filling this person’s position; with
this substitute is unable to assume the above-mentioned resp

Directors, by a simple majority vote of its members, shall elec
his/her corresponding substitute, providing the departing assoc
substitute, propose candidates to the Board of Directors to occu
this proposal is in no way binding upon the Board of Directors.

It shall be possible to remove members of the Board of Director
associate in the case that such members become guilty of any of
in clauses b), d), and e) of Article Thirty-two of those statutes, i
previous paragraph or if the member fails to attend (2) or more se
in office. The decision for removal shall be made by the Disc
integrated evidence and proven cause.

The members of the Board of Directors may be reelected and sh
three (3) years beginning from the date that the Assembly
designates them, but shall continue in their functions until their re
their responsibilities. On the other hand, departing Board mem
performance of their replacements by finishing matters still pe
terms.

The Board of Directors shall meet at least three times annually
mentioned in the respective convocation letter. The Chair of th
President/CEO of the Association, any Vice-chair or the Coun
resolution of two thirds of its members, shall have the right to
Board of Directors.

Likewise, the Board of Directors will make resolutions rega
representatives of the Association before international organiza
conferences, and regarding the amount and timing of the econ
associates.

The members of the Board of Directors shall not receive fees for t
the Board.----------

----------ARTICLE TWENTY-TWO----------

The Board of Directors shall validly function with the attendance
members, and its resolutions shall pass upon the approval of the
with the understanding that for dealing with the naming or rer
other matter related to the performance of the Exectutive Presid
twelve (12) members is required, and resolutions shall be passed
approval by at least eight (8) of its members. The Chair of the Bo
the deciding vote in the case
vote.----------

----------ARTICLE TWENTY-NINE----------

The patrimony of the association is comprised of: a) The dues d
Board of Directors, which must be collected during the first two
the final day of the second month is not a business day, in whi
collected no later than March 1; b) The special contributions de
Directors; c) The monetary contributions and contributions in ki
received; d) The resources obtained through the performance of
the raising of funds in order to accomplish the social objectives.

The Association's Board of Directors will be responsible for the
and financial policies of the association as well as the disposition
patrimony to the extent that such disposition does not imply all
patrimony of the association.

The custody and direct administration of the patrimony of the
responsibility of the Treasurer, who will rely upon the budget
Directors, with the knowledge that any expenditure or investmen
budget shall be approved individually by the Board of Directors.

Associates who leave the Association voluntarily or are expelled
distribution of assets.----------

----------ARTICLE THIRTY----------

The operating period shall extend from January first to Decembe
except the first operating period, which will be irregular, extendi
document is signed until December thirty-first of the same year.

The Assembly of the Council of Mayors shall designate an accou
addition to certifying the balances in the accounts and the fi
Association. This accountant will also be authorized to check the
Association, as well as supporting documents and all other co
which review is justified.----------

----------ARTICLE THIRTY-THREE----------

The expulsion of an associate shall be decided by the affirmative
of the members of the Assembly of the Council of Mayors, and
and not subject to appeal.----------

----------ARTICLE THIRTY-SIX----------

In the event of the liquidation of the Association, the Assembly
shall designate two liquidators, who under the supervision of the
procede to pay the debts and obligations of the Association with t
patrimony, and any remainder, if it exists, shall be distributed
proportion to each
contributions.----------

----------ARTICLE THIRTY-NINE----------

The Association shall indemnisize and peacefully settle the co
associate, member of the Association's governing organs or disc
who in his/her function as employee, advisor, consultant or assis
above-mentioned organs, posessing any responsibility, incurs cos
or injustice in the legitimate exercise of his/her rights or preroga

person’s performance of his/her obligations or duties, any time
the responsibility, damage, cost or injustice under considerat
apparent good faith without any measure of negligence or gu
indemnization.----------

----------It is resolved to make modifications to t
transcribed----------
Assembly of Mayors is disposed to deal with the study for the ac
to form part of the Civil Association mentioned, which shall p
resolve to accept as founding members of the Association previ
the same rights and obligations as the original founding
municipalities: RODOLFO LOPEZ GAYTAN representing Mayo
GONZALEZ of the City of Monterrey, Nuevo León; City Councilwo
representing KAY WALDO BARNES, Mayor of Kansas City, Misso
Economic Growth and Development BOSSUET ESQUINCA G
FRANCISCO ANTONIO ROJAS TOLEDO, Constitutional Mayor of
Commissioner JOHN “TINY” MCTAGGART representing C. CARC
Kansas City, Kansas; Councilwoman LORENA DORANTES
representing Mayor FRANCISCO JUAN AVILA CAMBEROS of Ve
Economic Development ERICK ROMO ARREDONDO representing M
DEL AVELLANO of Ciudad Victoria, Tamaulipas; the Mayor of t
ABEL GUERRA GARZA; KENNETH BARR, Mayor of the City of Fort
BETANCOURT LINARES, Mayor of Chilpancingo de los Bravo, G
PARRA GOMEZ, Mayor of Taxco de Alarcón, Guerrero; JORGE FA
Trustee of Zactecas, Zac. representing MAGDALENA NUÑE
Zacatecas; ALFREDO ESCOBEDO ROMO representing Leon, G
CARLOS OBREGON SERRANO; FERNANDO ADAME DORIA, Mayor
SANDOVAL ADAME representing ALEJANDRO PAEZ ARAGON, May
Mayor PHILLIP DOUGLAS DUNCAN of Belton, Mo.; ROBERTO DEL
of the City Council of Tehuacán, Puebla representing FELIPE DE
Mayor of the city mentioned; Mayor of the City of St.
STOBBS.----------With the declarations above, those persons
the following clauses:---------

----------CLAUSES----------

---ONLY:- The present EXTRAORDINARY ACT OF THE GENERAL E
OF THE ASSOCIATION named NORTH AMERICAN INTERNAT
PARTNERSHIP held this day shall remain in protocol for all legal ef
----------PERSONALITY----------
their persons for comparison with the following documentation:....
----With the first testimony of Public Writing No. 13,350, dated Feb
contains the Constitution of the Civil Association mentioned, which
Agustín Basave Fernández del Valle, practicing in Monterrey, N.L.
written in the Public Record of Property and Commerce under Num
Section III Civil Articles, dated March 2, 1999.
(Querétaro) LAURA DUEÑAS ARNAIZ accredits her person for co
ATTORNEY, granted by Francisco Garrido Patrón.- (Saltillo) I
accredits his person for comparison with POWER OF ATTORNEY, g
Villarreal.- (Chalco, State of Mexico) ULISES A. DE LA GARZA VA
for comparison with POWER OF ATTORNEY granated by Marth
(Tonalá, Jalisco) ULISES A. DE LA GARZA VALDES, accredits his p
POWER OF ATTORNEY granted by Jorge Arana Arana on Aug
Potosí) ROBERTO LEAL TOVIAS, accredits his person with POWER
granted by Alejandro Zapata Perogordo.- (Naucalpan, State of
NICHOLS, accredits his person with POWER OF ATTORNEY , gra
containing Broad Power.- (Reynosa, Tamaulipas) FEDERICO A
person for comparison with POWER OF ATTORNEY, the same
Alfonso Salinas Flores on August 26, 1999.- (Monterrey) ROBERT
his person with A.F.P. No. 20.710 dated August 27, 1999, which
OF ATTORNEY, which was granted by he himself and ratifie
Mendez, Notary Public No. 51 practicing in Monterrey,
Chiapas) BOSSUET ESQUINCA GARCIA accredits his person for co
ATTORNEY granted August 25, 1999.- (Veracruz, Ver.) LORENA D
her personality for comparison with the certification of Act No.
(Ciudad Victoria, Tamaulipas) ERICK ROMO ARREDONDO, a
comparison with broad GENERAL POWER OF ATTORNEY gra
(Zacatecas, Zac.).- JORGE FAJARDO FRIAS, accredits his person
ATTORNEY granted August 19, 1999, signed and sealed as
of the Municipal Secretary of Zacatecas.- (León, Guanajua

ROMO, accredits his person for comparison with POWER OF ATTO
the attendance of the Director of Judicial Services.- (Santa Catari
SANDOVAL ADAME, accredits his person for comparison with
ATTORNEY , granted August 11, 1999.- (Tehuacán, Pue
OLMEDO, accredits his person for comparison with BROAD AND
ATTORNEY granted August 25, 1999.- (Kansas City,
McTAGGART accredits his name for comparison with POWER OF
18, 1999.- BONNIE SUE COOPER accredits her person for con
ATTORNEY granted July 7, 1999.-
----------II.- With the Act of Assembly, whi
present instrument has been in protocolized.----------

----------GENERAL----------
to tell the truth, claim to be of mature age.
JORGE LUIS HINOJOSA MORENO, Mexican citizen, married, orig
Municipal Mayor, with Federal Taxpayer Identification No. HIML
Alfonsina Astorny #615, Col. Anáhuac, in San Nicolás de los Garza
RODOLFO LOPEZ GAYTAN, Mexican citizen, married, origin
professional, with Federal Taxpayer Identification No. LOPR-480
the official administrative district of Monterrey on Zaragoza Stree
Avenue and Zuazua Streets.-
LAURA DUEÑAS DE ARNAIZ, Mexican citizen, married, originally
with Federal Taxpayer Identification No. DUCL-6200917-6L0, wi
Septiembre #74 Ote., Col. Centro, in Santiago de Querétaro, Quer
ROBERTO ARIZPE GARZA, Mexican citizen, single, original
professional, with Federal Taxpayer Identification No. AIGR-560
Lerdo de Tejeda #1174, Zona Centro, in Saltillo, Coahuila.-
ROBERTO LEAL TOBIAS, Mexican citizen, married, originally from
professional, with Federal Taxpayer Identification No. LETR-52100
Bernal Jimenez #108, Col. Polanco, in San Luis Potosí, S.L.P.-
MARTHA LETICIA SOSA GOBEA, Mexican citizen, origninally
married, Municipal Mayor, with Federal Taxpayer Identification N
domicile at Popocatelpec #171, Col. Bella Vista, in Manzanillo, Col
RICARDO TEJEDA NICHOLS, Mexican citizen, married, originally

professional, with Federal Taxpayer Identification No. TENR 600
Av. Juárez #39, Fraccionamiento El Mirador, in Naucaulpan de Juá
FEDERICO ALANIS PEÑA, Mexican citizen, married, originally fr
professional, with Federal Taxpayer Identification No. ALPF-5402
Ramirez #447, Col Rodríguez, in Reynosa, Tamaulipas.-
DR. BOSSUET ESQUINCA GARCIA, Mexican citizen, married, origin
Chiapas, professional, with Federal Taxpayer Identification No
domicile at Agua Azul #1-B, Villas Misol – HA in Tuxtla Gutiérrez, C
LORENA DORANTES LEMUS, Mexican citizen, married, orig
professional, with Federal Taxpayer Identification No. DOLL-5501
Alamo 147, Fraccionamiento Floresta, in Veracruz, Ver.-
ERICK ROMO ARREDONDO, Mexican citizen, married, originally of
with Federal Taxpayer Identification No. ROAE-540218, with dom
Sector Reforma, in Cd. Victoria, Tamaulipas.-
ABEL GUERRA GARZA, Mexican citizen, originally of Monterrey, N
with Federal Taxpayer Identification No. GUGA-560230, with domi
Centro, in General Escobedo, N.L.
DR. REYES BETANCOURT LINARES, Mexican citizen, married
Guerrero, with Federal Taxpayer Identification No. BELR-530106-
Ave. Juan N. Alvarez #23 int. 1, in Taxco, Guerrero.-
CARLOS VAZQUEZ OLDENBOURG, Mexican, married, originally of
Federal Taxpayer Identification No, VAIC-430515 residing at-TZ2,
Gregorio Torres Quintero 85001, Centro, in Colima, Colima.-
MARCOS EFREN PARRA GOMEZ, Mexican citizen, married, origin
professional,with Federal Taxpayer Identification No. PAGM-540
Benito Juárez #6, Col. Centro, in Chilpancingo de los Bravo, Guerr
JORGE FAJARDO FRIAS, Mexican citizen, married, originally
professional, with Federal Taxpayer Identification No. FAFJ-4908
Heroes de Chapultapec #1110, in Zacatecas, Zacatecas.-
ALFREDO JAVIER ESCOBEDO ROMO, Mexican citizen, married,
professional, with Federal Taxpayer Identification No. EORA-5203
Blvd. Adolfo López Mateos #3401 Ote., Fraccionamiento Indust
León, Guanajuato.-
FERNANDO ADAME DORIA, Mexican citizen, single, originally of

with Federal Taxpayer Identification No. AADF-571217, and wit
#201 Sur, in Linares, N.L.-
HOMERO SANDOVAL ADAME, Mexican citizene, single, origi
professional, with Federal Taxpayer identification No. SAAH-671
Zaragoza #110 Nte., Col. Centro, in Santa Catarina, N.L.-
ROBERTO DELGADO OLMEDO, Mexican citizen, single, origina
professional, with Federal Taxpayer Identification No. DEOR-610
Calle 5 Ote. #103, Col. Centro, in Tehuacán, Puebla.-
ULISES A. DE LA GARZA VALDES, Mexican citizen, married, ori
professional, with Federal Taxpayer Identification No. GAVU-661
Calle 4ta #428, Col San Jerónimo, in Monterrey, N.L.-
BONNIE SUE COOPER, U.S. citizen, married, originally from
professional, born January 13, 1934, with address at 414 Eas
Kansas City, Missouri.-
JOHN “TINY” McTAGGART, U.S. citizen, married, originally
professional, born December 21, 1942, and with domicile in Offi
Ste. 979, in Kansas City, Kansas.-
KENNETH BARR, U.S. citizen, originally of the state of Texas,
domicile at City Hall, 1000 Throckmorton St. In Ft. Worth, Texas.-
PHILLIP DOUGLAS DUNCAN, U.S. citizen, originally from Iowa, pro
17, 1944, and with domicile at 506 Main Street in Belton, Missouri
LARRY ROSS STOBBS, U.S. citizen, originally of California, prof
1937, and with domicile at Frederick Avenue #1100, St. Joseph, M

----------NOTARIZATION OF WITNESS BORN IN GOOD FAITH

I, THE NOTARY, BEAR WITNESS IN GOOD GOOD FAITH:- Of the t
fidelity of that which is related therewith and transcribed, tha
appearing before me, whom I consider to possess the legal capa
juridical act with which it deals, of which the requirements of Ar
six of the Notary Law currently in effect are satisfied, and th
interested party, instructing the with regard to the parts dealing
of its content, informing of the obligation inscribed in the First T
the Public Record of Property and Commerce of this City, its inter

RATIFY AND SIGN it as it is with me. Today, August 27, 1999.- FAITH.----------

San Nicolás de los Garza, N.L. _____
SIGNATURE

Monterrey, N.L. _____
SIGNATURE

Querétaro, Querétaro _____
SIGNATURE

Saltillo, Coahuila _____
SIGNATURE

Chalco, State of Mexico _____
SIGNATURE

Tonalá, Jalisco _____
SIGNATURE

San Luis Potosí. S.L.P. _____
SIGNATURE

Manzanillo, Colima _____
SIGNATURE

Naucalpan de Juárez, State of Mexico _____
SIGNATURE

Reynosa, Tamaulipas _____
SIGNATURE

Kansas City, Missouri _____
SIGNATURE

Tuxtla Gutiérrez, Chiapas _____
SIGNATURE

Kansas City, Kansas _____
SIGNATURE

Veracruz, Veracruz _____
SIGNATURE

Ciudad Victoria, Tamaulipas _____
SIGNATURE

Escobedo, Nuevo León _____

SIGNATURE

Fort Worth, Texas _____

SIGNATURE

Chilpancingo de los Bravo, Guerrero _____

SIGNATURE

Colima, Colima _____

SIGNATURE

Taxco de Alarcón, Guerrero _____

SIGNATURE

Zacatecas, Zacatecas _____

SIGNATURE

León, Guanajuato _____

SIGNATURE

Linares, N.L. _____

SIGNATURE

Santa Catarina, N.L. _____

SIGNAURE

Belton, Missouri _____

SIGNATURE

Tehuacán, Puebla _____

SIGNATURE

City of St. Joseph, Mo. _____

SIGNAURE

BEFORE ME – ROBERTO SERGIO CASTILLO GAMBOA.

SIGNATURE AND SEAL OF AUTHORIZING NO

SIGNATURE AND SEAL OF AUTHORIZED NO

I BEAR WITNESS IN GOOD FAITH.----------

THIS IS THE FIRST TESTIMONY of Public Writing Number 2,803 HUNDRED AND THREE), effective in folio, volume and series as appearing in 10 applicable pages, and expidited for use by the A of NORTH AMERICAN INTERNATIONAL TRADE CORRIDOR PARTNE los Garza, Nuevo León, the 27th – twenty-seventh day of the nineteen hundred and ninety-nine.- FAITH.----------

Articles of Incorporation for the NAITCP, August 27, 1999 mod

ROBERTO SERGIO CASTILLO GAMBOA
NOTARY PUBLIC NO. 76
CAGR-440607-SC4 Mexico

REGISTERED UNDER THE NO. 1158 VOL. 381 BOOK 24
SECTION 111 Non-profit Associations
HOUR AND DATE OF PRESENTATION 4:22 P.M. December 12, 1999
MONTERREY, N.L. 3rd day OF December OF 1999
1er. R.P. DE LA P.J. DE C.

SEAL

PUBLIC RECORD OF
PROPERTY AND COMMERCE
FIRST DISTRICT
MONTERREY, N.L.